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## **NOTICE OF EXTRAORDINARY GENERAL MEETING IN LIFECAREX AB**

The shareholders of Lifecarex AB (publ), reg. no. 559081-8356, are hereby convened to the extraordinary general meeting on Monday 30 November 2020 at 2:00 p.m. The general meeting will be held at the offices of the law firm Advokatfirma DLA Piper Sweden KB at Kungsgatan 9 in Stockholm.

### **The right to participate at the general meeting etc.**

Shareholders who wish to participate at the general meeting shall i) be registered in the share register kept by Euroclear Sweden AB on Friday 20 November 2020; as well as ii) notify the company of their intention to participate at the general meeting no later than by Tuesday 24 November 2020 by way of mail to Advokatfirma DLA Piper Sweden KB, "Lifecarex", Box 7315, 103 90 Stockholm, or by e-mail to [Sara.Latrach@dlapiper.com](mailto:Sara.Latrach@dlapiper.com). The notification shall set out name/company name, personal identity number/company registration number, number of shares held, address, telephone number (daytime) and, where applicable, information on any advisors (maximum of two), proxies and authorised representatives. The notification should also be enclosed, where applicable, with complete any authorisation documents such as a copy of certificate of registration or equivalent documents.

### **Nominee-registered shares**

Shareholders who have had nominee-registered their shares with a bank or other nominee must, in order to be entitled to attend the general meeting, request that their shares are temporarily re-registered in their own name with Euroclear Sweden AB (so-called voting rights registration). Shareholders wishing such voting rights registration must notify their nominee of the request for re-registration in such time and in accordance with the respective nominee's routines, that such re-registration may be completed no later than Tuesday 24 November 2020.

### **Proxies etc.**

Shareholders who are represented by proxy should submit a dated power of attorney form concurrently with the notice of participation at the above-mentioned address. If the power of attorney is issued by a legal entity, a verified copy of the certificate of registration or equivalent documents for the legal entity should be enclosed with the power of attorney. The power of attorney cannot be older than one year, unless the term of validity of the power of attorney is stated (but not more than five years). A template of the power of attorney form is available on the company's website (<https://info.imaginecare.com/>) and sent free of charge to those shareholders who so request and provide their postal address.

### **Information on postal voting**

The company has decided, in accordance with the provisional rules for facilitating the conduct of annual general meetings for companies and organizations, that the shareholders are to be able to exercise their voting rights by post before the general meeting. The company encourages shareholders to use this opportunity to minimise the number of attendees who attend the general meeting in person, thereby helping to reduce the risk of transmission of the virus that causes COVID-19.

Form for postal voting can be found on the company's website (<https://info.imaginecare.com/>). An original copy of the completed and signed form must be sent in original or by e-mail to the postal or e-mail address above. The complete form shall have been received by the company no later than Friday 27 November 2020. Further instruction on this can be found in the form. Please note that re-registration of shares in own name (if the shares are nominee-registered) and notification of attendance at the general meeting must have taken place by Tuesday 24 November 2020, even if the shareholder chooses to vote before the general meeting. Instructions on this can be found as above.

### **Proposed Agenda**

1. Opening of the meeting

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2. Election of the chairman for the meeting
3. Preparation and approval of the voting register
4. Election of person to approve the minutes
5. Approval of the agenda
6. Examination of whether the meeting has been duly convened
7. Amendment of the articles of association
8. Resolution on repayment of conditional shareholder contributions
9. Close of meeting

## **Proposals for resolution**

### **Election of the chairman for the meeting (item 8)**

The board proposes that Anders Malmström is elected as chairman of the meeting.

### **Resolution on amendment of the articles of association regarding a new company name (item 7)**

The board proposes that the General Meeting shall resolve to amend the articles of association, whereby the Swedish term "firma" (Eng. *Trade name*) is replaced by the term "företagsnamn" (Eng. *Company name*) and the company name is changed from Lifecarex AB to Imaginecare AB. Further, the board proposes that the General Meeting resolves to authorise the company's managing director, or any person appointed by her, to carry out any necessary registration or make any necessary amendments in order to register the proposed company name or a company name with similar wording to the proposed.

It was noted that the board has resolved, subject to the proposed company name being resolved by the general meeting and approved by the Swedish Companies Registration Office, to adopt the secondary name Lifecarex for the part of the business that relates to physical healthcare.

### **Resolution on repayment of conditional shareholder contributions (item 8)**

The board of directors of Lifecarex AB proposes that the general meeting resolves to reimburse the conditional shareholder's contributions of a total amount of SEK 296,294 (the "**Principal Amount**") provided by Mikael Bäckström, Olof Norin, Gustaf Hjelmgren and David Kruse to the Company in the spring of 2017. The reimbursement of the Principal Amount (the "**Reimbursement**") is proposed to be done according to the following main conditions.

- A total of SEK 84 294 of the Principal Amount shall be reimbursed to the contributors in cash and the remaining part of the Principal Amount, in total SEK 212,000 shall be reimbursed to the contributors by way of set-off against the Company's claim in accordance with the allocations set out in the full board proposal.
- The board of directors shall be authorised to determine the payment date of the reimbursement.

The remaining non-restricted equity in the Company, after the Reimbursement has been made, amounts to SEK 1,983,244.

## **Documents**

The notice and the documents to be kept available before the general meeting, including the complete proposals in accordance with the above and reports and statements prepared in connection therewith will be sent free of charge to those shareholders who so request and provide their postal or email address and will also be available at the company's offices and on the company's website <https://info.imaginecare.com> in accordance with the Swedish Company's Act (2005:551). The request shall be sent to the company on one of the above stated addresses.

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### **Shareholders' right to request information**

Shareholders are reminded of their right pursuant to Chapter 7, section 32 and 57 of the Companies Act to request that the board of directors and the managing director provide information at the general meeting in respect of any circumstances which may affect the assessment of a matter on the agenda. Information must be provided if this can be done without significant detriment to the company.

### **Processing of personal data**

For information on how the company processes your personal data, please refer to the privacy policy available on Euroclear Sweden AB's website:

[www.euroclear.com/dam/ESw/Legal/Integritetspolicy-bolagsstammor-svenska.pdf](http://www.euroclear.com/dam/ESw/Legal/Integritetspolicy-bolagsstammor-svenska.pdf)

\* \* \* \* \*

Stockholm in November 2020

***Lifecarex AB*** (publ)

*The board of directors*